

CECO ENVIRONMENTAL CORP
Form 8-K
May 18, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 15, 2012

CECO Environmental Corp.

(Exact Name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of in corporation)

000-7099
(Commission

File Number)

13-2566064
(IRS Employer

Identification No.)

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4625 Red Bank Road

Cincinnati, OH
(Address of principal executive offices)

Registrant's telephone number, including area code: (513) 458-2600

45227
(Zip Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 Submission of Matters to a Vote of Security Holders.

On May 15, 2012, CECO Environmental Corp. (CECO) held its Annual Meeting of Shareholders. At the Annual Meeting, shareholders considered: 1) the election of the nine director nominees named in the proxy statement; and 2) the ratification of the independent registered public accounting firm for fiscal 2012. The voting results at the Annual Meeting of CECO Shareholders on May 15, 2012, with respect to each of the matters described above, were as follows:

1. The nine director nominees named in the proxy statement were elected based upon the following votes:

| NOMINEE | FOR | WITHHELD | BROKER NON-VOTES |
|--------------------|------------|-----------------|-----------------------------|
| Arthur Cape | 9,755,414 | 1,901,068 | 2,631,458 |
| Jason DeZwirek | 8,834,708 | 2,821,774 | 2,631,458 |
| Phillip DeZwirek | 8,832,153 | 2,824,329 | 2,631,458 |
| Thomas J. Flaherty | 9,755,414 | 1,901,068 | 2,631,458 |
| Ronald E. Krieg | 9,754,913 | 1,901,569 | 2,631,458 |
| Jeffrey Lang | 8,838,274 | 2,818,208 | 2,631,458 |
| Jason D. Meretsky | 9,755,113 | 1,901,369 | 2,631,458 |
| Jonathan Pollack | 8,894,985 | 2,761,497 | 2,631,458 |
| Donald A. Wright | 9,703,519 | 1,952,963 | 2,631,458 |

2. The appointment of BDO USA, LLP as CECO s independent registered public accounting firm for fiscal 2012 was ratified as follows:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|----------------|----------------|-----------------------------|
| 14,243,821 | 31,082 | 13,037 | 0 |

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 18, 2012

CECO Environmental Corp.

By: /s/ Benton L. Cook
Benton L. Cook
Interim Chief Financial Officer